

BEFORE THE SECURITIES COMMISSIONER

STATE OF COLORADO

Case No. XY 07-CD-03

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**STIPULATION FOR CONSENT CEASE AND DESIST ORDER CONCERNING  
INCOME SOLUTIONS, INC., KEVIN LORIMER AND NONA LEIGH**

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IN THE MATTER OF INCOME SOLUTIONS, INC., KEVIN LORIMER and NONA  
LEIGH

Respondents

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The Staff of the Colorado Division of Securities ("Staff") by and through counsel, the Colorado Attorney General, and Respondents Income Solutions, Inc., Kevin Lorimer, Nona Leigh (collectively, the "Respondents"), by and through their counsel, Kevin Flesch, hereby enter into this Stipulation for Consent Cease and Desist Order in this matter as follows:

1. On January 19, 2007, the Staff filed its Verified Petition for Order to Show Cause Directed to Income Solutions, Inc., Kevin Lorimer, and Nona Leigh ("Verified Petition") alleging violations of §§ 11-51-301 and 501, C.R.S. A copy of the Verified Petition is attached hereto as Exhibit A and is incorporated by reference as if fully set forth herein.
  2. Pursuant to the Verified Petition, the Securities Commissioner issued an Order to Show Cause why the Commissioner should not enter a final order directing each of the Respondents to cease offering and selling securities in the State of Colorado, and imposing such other terms, conditions and sanctions as provided in § 11-51-606(1.5)(d)(IV), C.R.S.
  3. As provided in the Order to Show Cause, a hearing was scheduled for February 8, 2007 at 9:00 a.m. That hearing has not been held and the Securities Commissioner has not yet entered a final order pursuant to § 11-51-606(1.5)(d)(IV), C.R.S.
- The Staff and Respondents desire to resolve this matter without further litigation and prior to the entry of a final order by the Securities Commissioner, and hereby stipulate and agree as follows:
4. The Securities Commissioner has jurisdiction over Respondents and the subject matter of this action.

5. Respondents agree to the entry of a Consent Order in the form attached hereto as Exhibit B and incorporated by reference.

6. By entering into this Stipulation, Respondents neither admit nor deny that any of the allegations or grounds set forth in this Stipulation or the Verified Petition are true.

7. By entering into this Stipulation, each Respondent understands that they have the right to notice and a formal hearing pursuant to § 11-51-606(1) and (1.5), C.R.S., the right to be represented by counsel of their choice, the right to present a defense through oral or documentary evidence, and to cross-examine witnesses, and to findings required by § 11-51-606(1.5), C.R.S. at such hearing. By entering into this Stipulation, Respondents expressly waive the rights set forth in this Paragraph 7, and further waives the right to seek judicial review of the Cease and Desist Consent Order entered pursuant to this Stipulation.

8. Respondents acknowledge that each of them has entered into this Stipulation voluntarily, after the opportunity to consult with counsel, and with the understanding of the legal consequences of this Stipulation and Consent Cease and Desist Order.

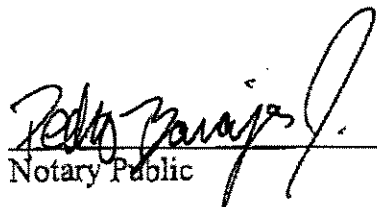
9. Each Respondent hereby waives the findings required by § 11-51-606(1.5)(d)(IV), C.R.S.; and pursuant to § 11-51-704(2), C.R.S., each Respondent agrees that entry of this Consent Cease and Desist Order is necessary and appropriate in the public interest and is consistent with the purposes and provisions of the Act.

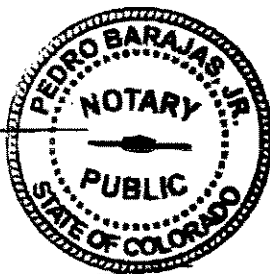
10. Each Respondent agrees that the execution of this Stipulation and the entry of the Consent Cease and Desist Order resolves only the relief sought in the Verified Petition pursuant to § 11-51-606(1.5)(d)(IV), C.R.S. as to the Respondents and does not preclude any claim for relief that the Staff or the Commissioner may assert under any other provision of the Act.

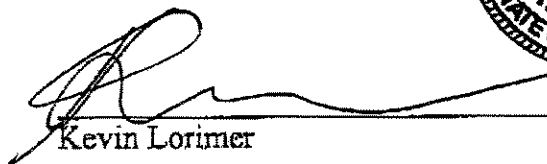
11. Respondents further acknowledge that any violation of this Stipulation or Consent Order when issued may constitute grounds for further sanctions and formal proceedings against them for such violation.

  
Kevin Lorimer, on behalf of Income Solutions, Inc.

Subscribed and sworn before me this 12 day of February, 2007 by Kevin Lorimer, as  
\_\_\_\_\_ of Income Solutions, Inc.

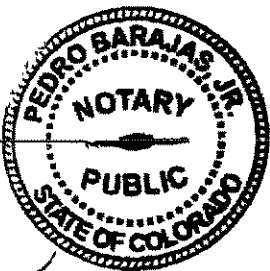
  
Notary Public



  
Kevin Lorimer

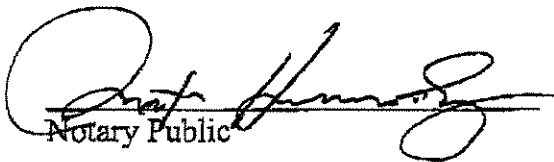
Subscribed and sworn before me this \_\_\_\_ day of February, 2007 by Kevin Lorimer.

  
Notary Public



  
Nona Leigh

Subscribed and sworn before me this 14 day of February, 2007 by Nona Leigh.

  
Notary Public



THE STAFF OF THE DIVISION OF SECURITIES

  
Gerald Rome

2/20/07  
Date

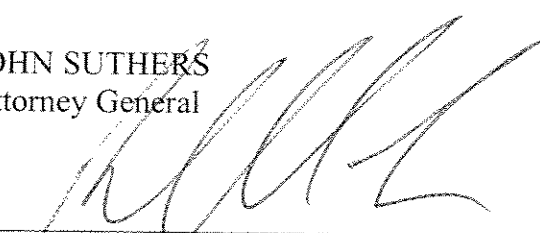
APPROVED AS TO FORM:

LAW OFFICES OF KEVIN C. FLESCH, LLC

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